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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

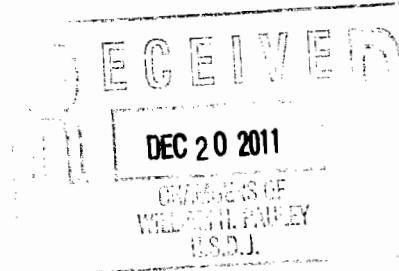
MAZAYA TRADING CO. SARL,

Plaintiff and Counterclaim Defendant,

v.

VCS GROUP LLC,

Defendant and Counterclaim Plaintiff.



Civil Action No. 11 CV 3195(WHP)(GWG)

ECF Case

**STIPULATION FOR SUBSTITUTION OF
COUNSEL**

USDC SDNY
DOCUMENT
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DOC #:

DATE FILED: 12/21/11

IT IS HEREBY STIPULATED AND AGREED by and between the undersigned that

Jeffers Cowherd P.C. is hereby substituted for Cahill Gordon & Reindel LLP as counsel in this action for Defendant and Counterclaim Plaintiff VCS Group LLC ("Camuto"). Camuto's consent to the substitution of counsel is confirmed by the signature of its authorized representative. Plaintiff's consent to the substitution of counsel is confirmed by the signature of its counsel of record.

Jeffers Cowherd P.C. requests that a copy of all papers henceforth served in this action be served upon Edmund J. Ferdinand, III, a principal of the firm and an attorney admitted to practice before this Court, at the firm's offices at 55 Walls Drive, Fairfield, Connecticut 06824.

CAHILL GORDON & REINDEL LLP

JEFFERS COWHERD P.C.

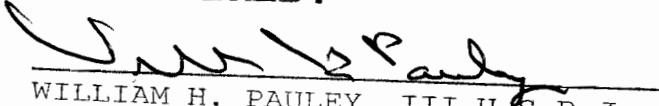


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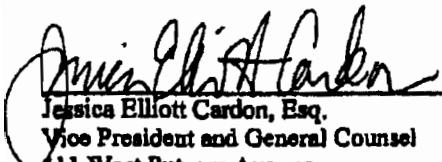
SO ORDERED:



WILLIAM H. PAULEY III U.S.D.J.

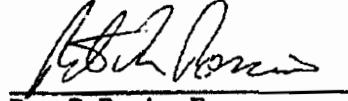
12/21/11

VCS GROUP LLC



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So ordered this ____ day of December 2011:

Hon. William H. Pauley, III
United States District Judge

